

15.00

# TAFT, STETTINIUS & HOLLISTER

1800 STAR BANK CENTER

CINCINNATI, OHIO 45202

513-381-2838

CABLE TAFTHOL TWX 810-461-2623

FAX

513-381-0205

513-381-3363

513-381-4865

513-381-0906

WASHINGTON, D C OFFICE  
SUITE 800 — 1820 EYE STREET N W  
WASHINGTON, D C 20006  
202-785-1620

COLUMBUS, OHIO OFFICE  
SUITE 1000 — 33 NORTH HIGH STREET  
COLUMBUS, OHIO 43215  
614-221-2838

COVINGTON, KENTUCKY OFFICE  
SUITE 340 — 1717 DIXIE HIGHWAY  
COVINGTON, KENTUCKY 41011  
606-331-2838  
513-381-2838

August 24, 1990

CERTIFIED MAIL  
RETURN RECEIPT REQUESTED

0-240A083

RECORDATION NO 16977 FILED 1425

AUG 28 1990 3 55 PM

INTERSTATE COMMERCE COMMISSION

Ms. Noretta R. McGee, Secretary  
Interstate Commerce Commission  
12th Street & Constitution Avenue, N.W.  
Washington, D.C. 20423

Dear Ms. McGee:

I have enclosed herewith an original and one copy of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Bill of Sale, a primary document, dated as of June 26, 1990.

The names and addresses of the parties to the document are as follows:

Seller: Georgetown Railroad Company  
P. O. Box 529  
Georgetown, Texas 78627-0529

Buyer: The David J. Joseph Company  
300 Pike Street  
Cincinnati, Ohio 45202

The equipment covered by the enclosed document is 53 all steel 100 ton, 1972-1973 Ortner built, 2245 cubic foot capacity gondolas bearing reporting marks 1047-1100, inclusive (excluding 1083).

A fee of \$15.00 is enclosed. Please return the original executed copy of the enclosed document to:

Angela L. Greene, Esq.  
Taft, Stettinius & Hollister  
1800 Star Bank Center  
Cincinnati, Ohio 45202

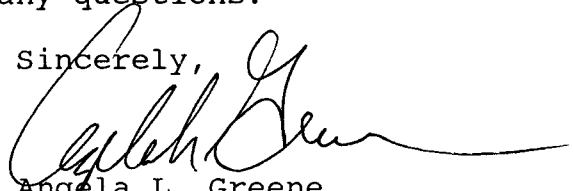
Ms. Noretta R. McGee, Secretary  
August 24, 1990  
Page 2

A short summary of the document to appear in the Index follows:

A Bill of Sale by and between Georgetown Railroad Company, P. O. Box 529, Georgetown, Texas 78627-0529, ("Seller") and The David J. Joseph Company, 300 Pike Street, Cincinnati, Ohio 45202, ("Buyer"), dated as of June 26, 1990 and covering 53 all steel 100 ton, 1972-1972 Ortner built, 2245 cubic foot capacity gondolas.

Please call me if you should have any questions.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Angela L. Greene', written in black ink.

Angela L. Greene  
Attorney for  
The David J. Joseph Company

ALG/ch  
Enclosures

CERTIFICATION

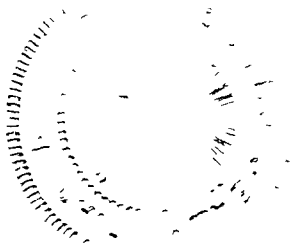
RECORDATION NO. 15977 FILED 1425  
AUG 28 1990 - 3 55 PM

INTERSTATE COMMERCE COMMISSION

The undersigned, Kathleen M. Grote, a Notary Public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.

Kathleen M. Grote  
Notary Public

KATHLEEN M. GROTE  
Notary Public, State of Ohio  
My Commission Expires March 26, 1991



AUG 28 1990 -3 55 PM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

For and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, GEORGETOWN RAILROAD COMPANY ("Seller") does hereby sell, assign, and transfer unto The David J. Joseph Company ("Buyer"), and its successors and assigns, all of the railroad rolling stock described in Appendix A hereto (the "Equipment").

The Seller hereby warrants to Buyer, and Buyer's successors and assigns, as follows:

1. That the Seller is the lawful owner of the Equipment and has good, valid, and marketable title thereto, free and clear of any charge, lien, encumbrance, or other claim or interest of any nature whatsoever;
2. That the Seller has full power and authority to sell and convey the Equipment; and
3. That the Seller has not executed any other Bill of Sale or other instrument which by its term purports to transfer title to the Equipment, or any interest therein, to any other person or entity.

The Seller further agrees to forever warrant and defend the title to the Equipment unto Buyer, its successors and assigns, against all lawful claims.

THE FOREGOING WARRANTIES ARE EXCLUSIVE AND IN LIEU OF ALL OTHER REPRESENTATIONS AND WARRANTIES OF THE SELLER, WHETHER WRITTEN, ORAL, OR IMPLIED, AND THE SELLER SHALL NOT, BY VIRTUE OF HAVING SOLD THE EQUIPMENT HERewith, BE DEEMED TO HAVE MADE ANY REPRESENTATION OR WARRANTY AS TO THE MERCHANTABILITY, FITNESS, OPERABILITY, DESIGN OR CONDITION OF, OR AS TO THE QUALITY OF THE MATERIAL OR WORKMANSHIP IN, THE EQUIPMENT, EXCEPT AS SPECIFICALLY SET FORTH HEREIN.

IN WITNESS WHEREOF, the undersigned has executed this Bill of Sale as of the 26 day of JUNE, 1990.

WITNESS:

GEORGETOWN RAILROAD COMPANY

Cliff Blount  
Cliff Blount

C. R. Turner  
Title: SR. VICE PRESIDENT & GEN. MGR.

## APPENDIX A

Fifty-Three (53) all steel 100 ton, 1972-1973 Ortner built, 2245 cubic foot capacity Gondolas and bearing reporting marks as follows:

Georgetown Railroad Company Gondolas  
Number 1047 through 1100 (excluding Number 1083)

STATE OF Texas )  
 )  
COUNTY OF Williamson ) SS.

On this 26th day of June, 1990, before me,  
the subscriber, Helen Cassens, a Notary Public,  
duly commissioned, qualified and acting, within and for said  
County and State, appeared in person the within  
named Charles R. Turner

\_\_\_\_\_ to me personally known, who stated and  
acknowledged that he is the Vice Pres/Genl Mgr of Georgetown  
(title) (company name)  
Railroad Co., a Texas corporation, and duly authorized  
(state)

by authority of the board of directors or by-laws of said corporation in his capacity as such officer to execute and acknowledge the foregoing instrument for and in the name and on behalf of said corporation and further stated and acknowledged that he has so signed, executed and delivered the foregoing instrument as the free and voluntary act and deed of said corporation, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 26th day of June, 1990.

(notary signature)

My commission expires: July 31, 1992

